Parsons
Behle &
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A PROFESSIONAL
LAW CORPORATION

WATER RIGHTS
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WATER RIGHTS

201 South Main Street Suite 1800 Salt Lake City, Utah 84111 Telephone 801.532.1234 Facsimile 801.536.6111 pbl@parsonsbehle.com

December 14, 2007

Direct Dial 801 536-6725 E-Mail

Hal J. Pos

E-Mail HPos@pblutah.com

Jerry Olds
Utah Department of Natural Resources
Division of Water Rights
1594 West North Temple
P.O. Box 146300
Salt Lake City, UT 84114-6300

Re: Groundwater Institutional Controls: Wasatch Chemical Superfund Site; Salt Lake City, Utah

Dear Jerry:

The purpose of this letter is to provide you with information concerning the Wasatch Chemical Superfund Site ("Site") to support the decision of the Division of Water Rights to restrict access to groundwater beneath the Site. This restriction is required under the Remedial Design/Remedial Action Consent Decree ("Consent Decree") between Questar Corporation and certain of its related affiliates, the United States Environmental Protection Agency ("EPA") and the Utah Department of Environmental Quality, Division of Environmental Response and Remediation ("DERR").

In November 1991, Entrada Industries entered into the Consent Decree with the EPA and DERR concerning soil and groundwater remediation at the Site in Salt Lake City, Utah. The Site is located in an industrial area in Salt Lake City, near the intersection of 700 West and 2100 South. As a result of groundwater contamination, the original boundary of the Site was extended to the north on the adjacent property owned by Alta Industries. The current boundary of the Site is comprised of approximately 18 acres, which includes the former Wasatch Chemical Company property and portions of the property owned by Alta Industries. See Attachment A, Site Map. Though initially owned and operated by Entrada Industries, Inc., the Wasatch Chemical property is currently owned by one of its affiliates, Questar InfoCom.

Site History

The Site was used for warehousing, producing and packaging industrial chemical products between approximately 1957 and 1971. In the early 1970's, the operations were first expanded to include the manufacture of fertilizers and later the formulation of liquid and dry pesticides and herbicides. Fertilizers, pesticides, herbicides, industrial chemicals

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and cleaners were blended and packaged at the Site until June 1978. In 1978, the agricultural chemical business was moved off-site. The industrial chemical business remained on-site and continued to operate on a limited basis until August 1992. The Site was used for vehicle storage, warehousing and office space from approximately July 2001 to April 2002. Currently, the eastern half of the Site is operated by Peterson Plumbing, a plumbing supply company. Other than the operations of Peterson Plumbing and the occupied office building, the remainder of the Site is unoccupied.

Remedial action activities at the Site have included the excavation and treatment of contaminated soils through in-situ vitrification, land farming, groundwater extraction and treatment and environmental monitoring programs. Components of the remedial action have also included institutional controls that prohibit, among other things, residential land use and impose a restriction on the use of groundwater beneath the Site. In January 1996, EPA certified the completion of the soil remedial action. In January 2003, EPA granted approval to discontinue groundwater extraction and treatment and to commence monitored natural attenuation at the Site. Groundwater monitoring was conducted on a quarterly basis through 2003, but was reduced to semiannual monitoring after 2003. At that time, certain contaminants of concern whose concentrations had consistently remained below performance standards (pentachlorophenol and 2,4-D) were deleted from further testing and analysis. EPA approved the enhanced biodegradation activities in May 2004 and July 2006. Activities included injection of hydrogen release compounds.

Currently, concentrations of contaminants of concern are either below maximum contaminant levels (MCLs) or the concentration trend is inferred to be asymptotic at a concentration above the MCL. In addition, a fifty (50) percent reduction in concentrations of contaminants of concern has been achieved since establishment of baseline groundwater conditions in 1995 at most groundwater monitoring wells based on analytical data spanning the past twelve years. However, overall groundwater conditions at the Site have not demonstrated a meaningful improvement over the past five years.

Groundwater Conditions

Site topography is flat with an elevation of no more than several feet across the property. Subsurface soils are a combination of natural and fill material, consisting of clays, silts and fine to medium sand. Most surface drainage flows toward a small drainage ditch (700 West Ditch) that connects to other industrial drainage ways that ultimately discharge to the Great Salt Lake. Recent studies indicate that the ditch is a losing stream as the elevation of the ditch is higher than groundwater elevations beneath the Site. A shallow aquifer exists directly beneath the Site. Groundwater occurs at a shallow depth (less than five feet) and flows towards the north-northwest. Based on groundwater sampling, which began in the mid 1980's, groundwater contamination at the Site is continuous throughout the shallow portion of the aquifer, which is approximately eighteen feet thick from the

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ground surface to the confining unit. Groundwater contaminants of concern originally included trichloroethylene (TCE), tetrachloroethylene (PCE), 1,1-DCE, pentachlorophenol and 2,4-D.

Baseline Risk Assessment

Entrada Industries prepared a baseline risk assessment for the Site in January 1990. Three potential receptor populations were evaluated in the assessment. These receptors included off-site residential, off-site worker and on-site worker populations. Exposure pathways with the highest potential exposure included incidental ingestion of soil, dermal contact with soil, inhalation of fugitive dusts and inhalation of contaminants volatizing from soil and groundwater. Groundwater was not identified as an exposure pathway because it was not, and is not, used for drinking water, bathing or recreational use. The baseline risk assessment quantified potential risk levels for each receptor population and exposure pathway. The assessment concluded that there were no significant current risks at the Site.

Though no significant current risks were identified, the assessment determined that based on Site hydrogeology a future exposure to contaminated groundwater potentially exists. The specific potential risks posed by groundwater contamination at the Site include ingestion by future workers using a shallow well in the contaminated aquifer and household use of groundwater by residents. Residential exposure assessment included ingestion of contaminated groundwater and inhalation of volatile chemicals while showering and cooking. The baseline risk assessment concluded that there is a potential unacceptable risk associated with future, chronic human exposure to contaminated groundwater.

Groundwater Remedial Action

In response, the Record of Decision identified the following remediation goals for the groundwater remediation system:

- Restore the groundwater to its potential future use
- Protect uncontaminated groundwater by minimizing the migration of contaminated groundwater
- Ensure that the level of contaminants remaining in the groundwater poses no unacceptable risk to human health and the environment.

The Consent Decree established the following groundwater performance standards to attain these remediation goals:

- 1. Reduce the levels of contaminants of concern found in groundwater by at least 50 percent within the first five years of the remedial action as compared to the baseline levels present in the groundwater at the commencement of the remedial action and
- 2. Reduce the levels of contaminants of concern in groundwater within the area of attainment to MCLs and proposed MCLs.

As noted above, the groundwater remedial action at the Site initially consisted of groundwater extraction and treatment and groundwater monitoring. Installation of groundwater extraction wells and construction of a groundwater treatment facility began in March 1995. System operations began in August 1995. In accordance with a groundwater monitoring plan approved by EPA, groundwater samples have been collected and analyzed quarterly since March 1995. The frequency of groundwater monitoring was eventually reduced to semiannual. EPA approved the discontinuation of groundwater extraction and treatment in January 2003 because significant reductions in contaminant levels were no longer evident. A monitored natural attenuation program began immediately following the discontinuation of groundwater extraction and treatment at the Site.

Two types of monitoring points are used to evaluate natural attenuation. Performance monitoring wells are located upgradient, within and immediately downgradient of the groundwater plume to verify that concentrations of contaminants of concern and groundwater plume boundaries are progressing toward remediation goals. In addition, contingency monitoring wells are located outside the groundwater plume boundary and are used to confirm that the groundwater plume is not expanding. These wells also serve as points of compliance under the requirements of the Consent Decree. In order to adequately monitor natural attenuation, vinyl chloride, a degradation byproduct of trichloroethylene and tetrachloroethylene, was added to the list of chemicals tested in January 2003 to assess the presence of all transformation products of tetrachloroethylene and trichloroethylene.

In an effort to accelerate degradation of chlorinated hydrocarbons at the Site, enhanced biodegradation activities were conducted in May 2004 and July 2006. These activities involved the use of products that release lactate once injected into the subsurface. Microorganisms metabolize the lactate, producing hydrogen, which is used to remove chlorine atoms from chlorinated hydrocarbons.

Institutional Controls

As an additional component of the remedial action, Entrada Industries agreed, under the terms of the Consent Decree, to develop institutional controls for the Site. Institutional controls for the Site consist of access, land use and groundwater restrictions.

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Entrada Industries and its successors-in-title (now Questar InfoCom) are responsible for implementing these restrictions. A copy of the List and Description of Institutional Controls for the Site is enclosed for your review in Attachment B. These institutional controls include, among other things, maintaining fencing and associated warning signs along the Site perimeter to restrict access; notification of the Site's Superfund status to potential future owners; notification within each deed that the property is subject to the Consent Decree; and inclusion of a covenant prohibiting residential use of the property.

In addition, and importantly for purposes of this letter, Entrada Industries and its successors-in-title are required to provide to the State Engineer copies of quarterly (now semiannual) groundwater monitoring results prepared in connection with the groundwater remedial action at the Site. These reports have consistently been provided to the State Engineer. Entrada Industries and its successors-in-title are also required to restrict well permits or acquisition of water rights as practicable and to the extent allowable by law.

Five Year Review

Based on a recent five-year review conducted by EPA and DERR, the agencies concluded that active remedial measures have reportedly reduced the levels indicated chemicals by at least fifty percent in all but one groundwater monitoring well (EX-02) as of April 2007. In addition, MCLs have been obtained for some or all of the indicator chemicals at some wells. Groundwater monitoring has been performed in accordance with the requirements of the monitoring plan. Finally, the agencies have determined that while land use restrictions have been implemented in conformance with EPA requirements, no formal groundwater use restrictions have been implemented with the Division of Water Rights, as required by the Consent Decree. We understand that EPA discussed this deficiency with Mr. Bryce Clayton on August 9, 2007. Questar InfoCom has been advised by EPA that it must immediately implement these restrictions through the Division of Water Rights.

Based on the foregoing, Questar InfoCom requests the assistance of the Utah Division of Water Rights to implement restrictions on well permits and acquisition of water rights concerning groundwater beneath the Site. EPA and DERR will confirm that these restrictions are in place during March 2008.

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If you have any questions regarding the enclosed materials or request or need any additional information to support our request for groundwater use restrictions beneath the Site, please feel free to call either one of us.

Very truly yours,

PARSONS BEHLE & LATIMER

Dallin W. Jensen

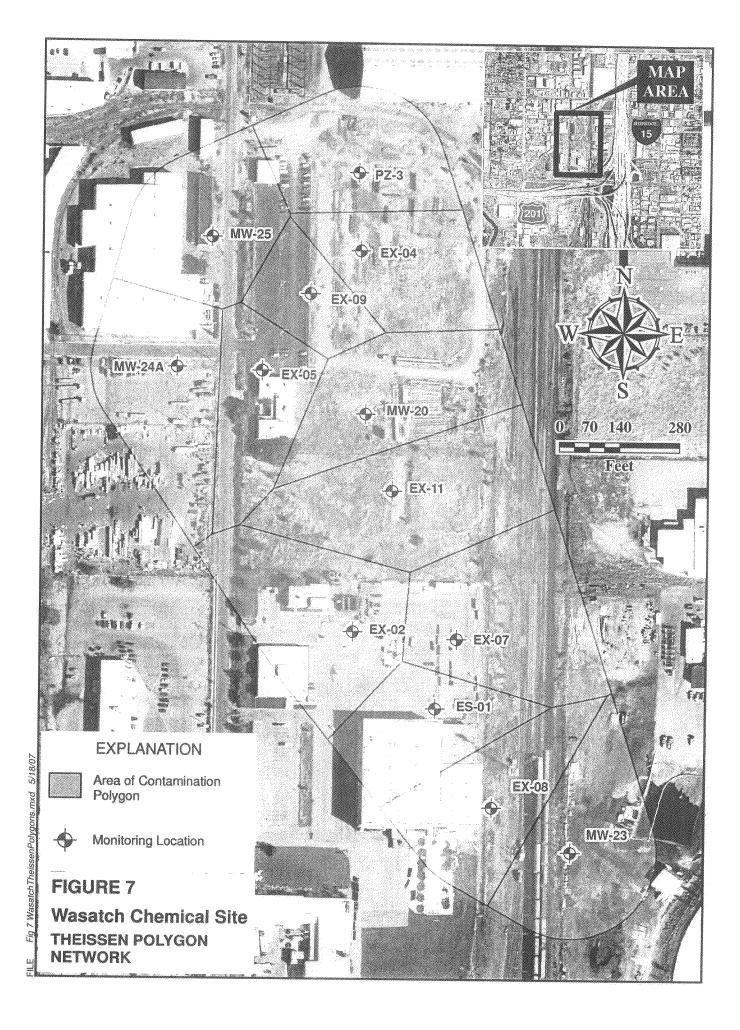
Hal J. Pos

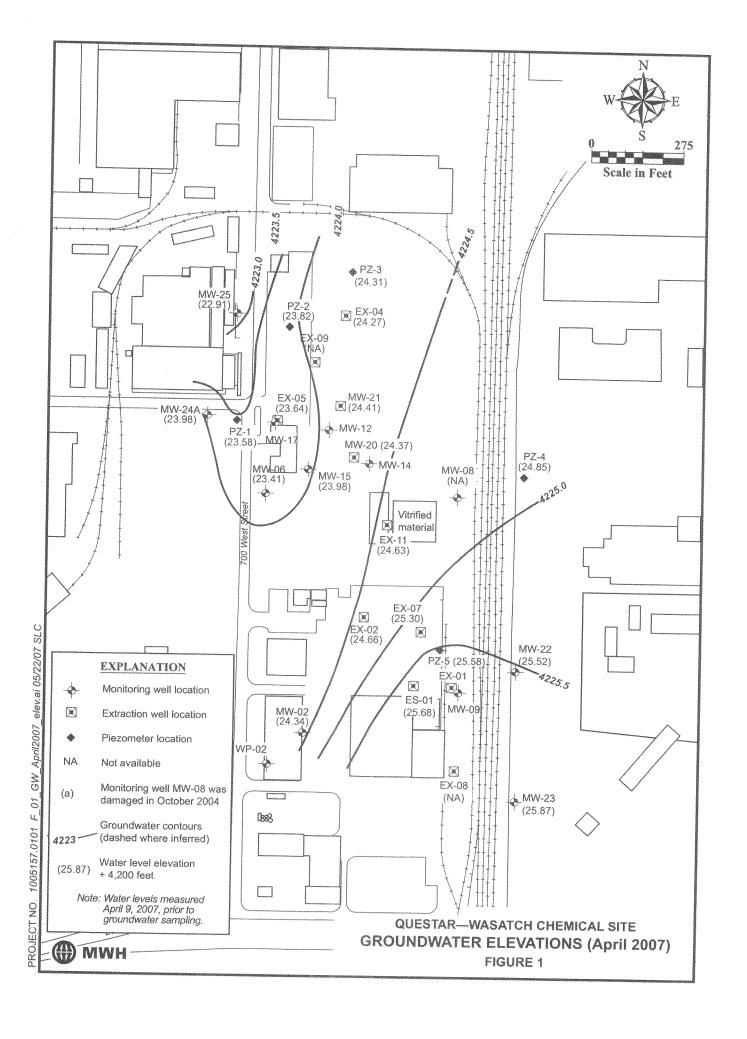
HJP/ab Enclosures

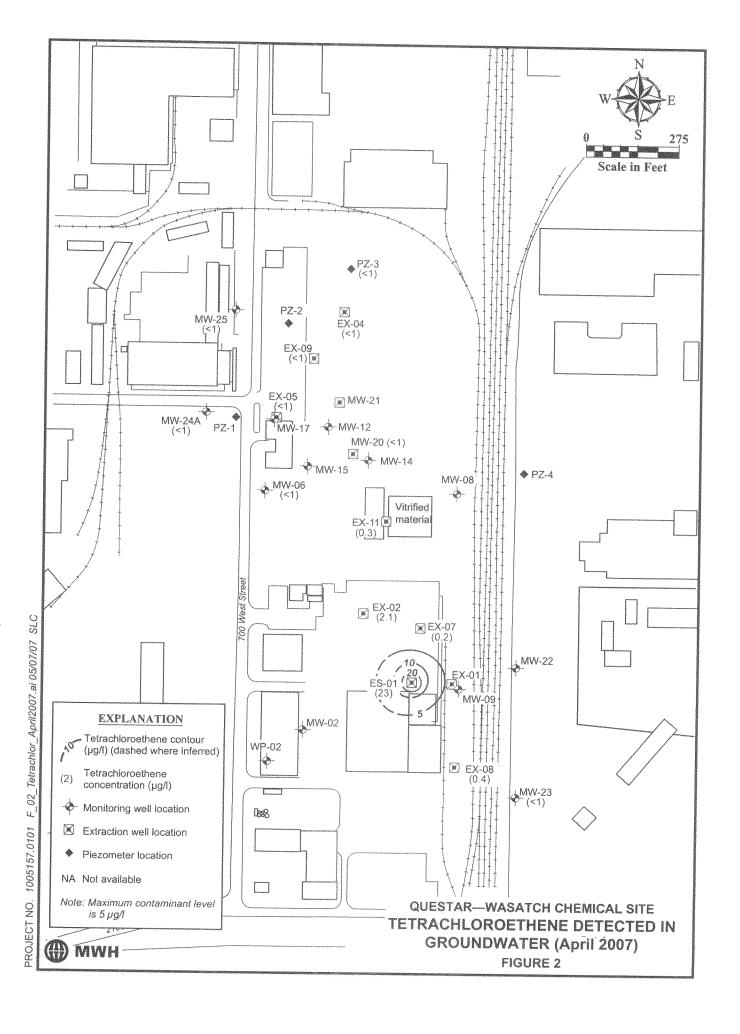
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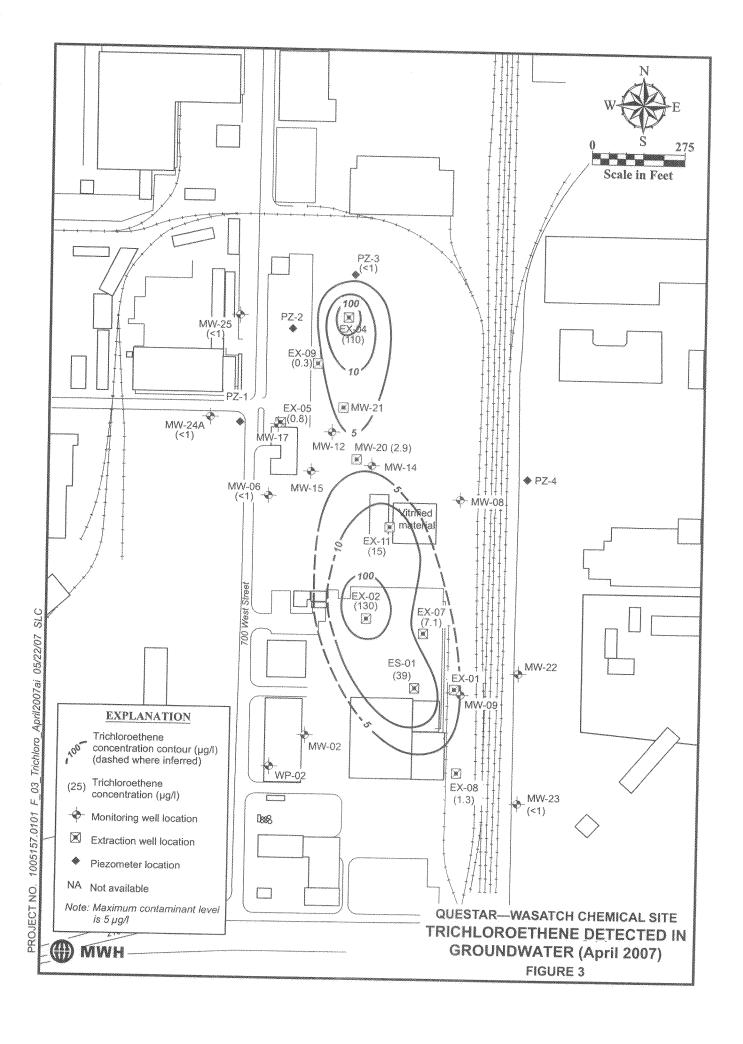
Kim Heimsath

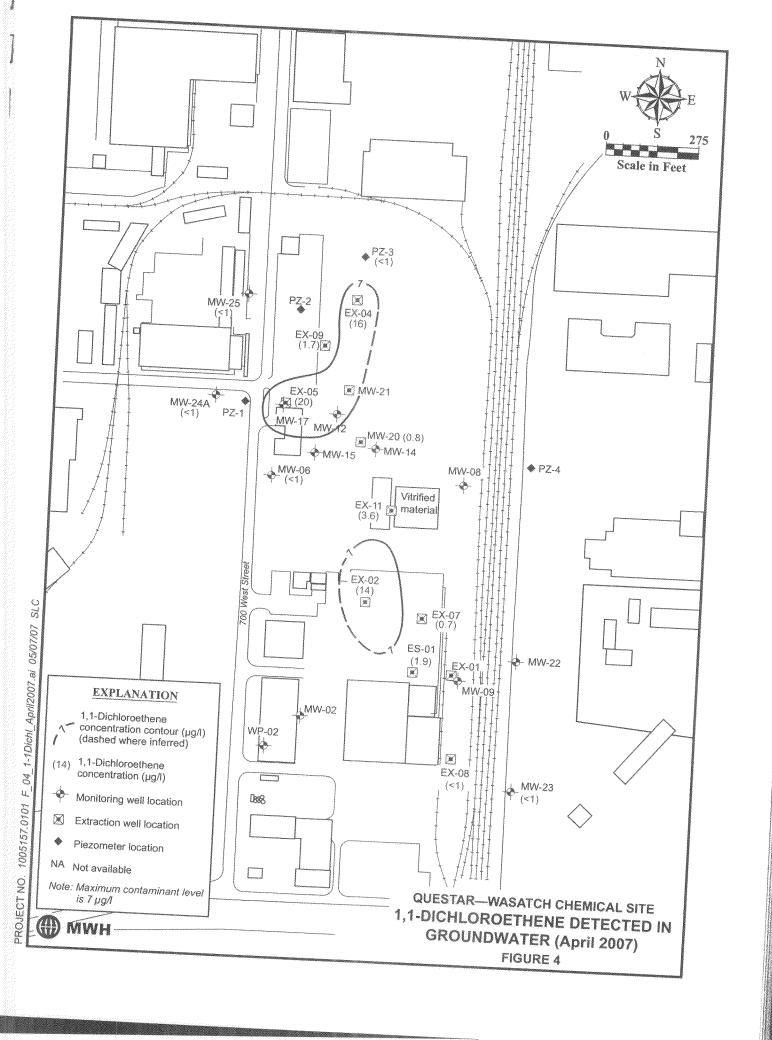
David Andersen

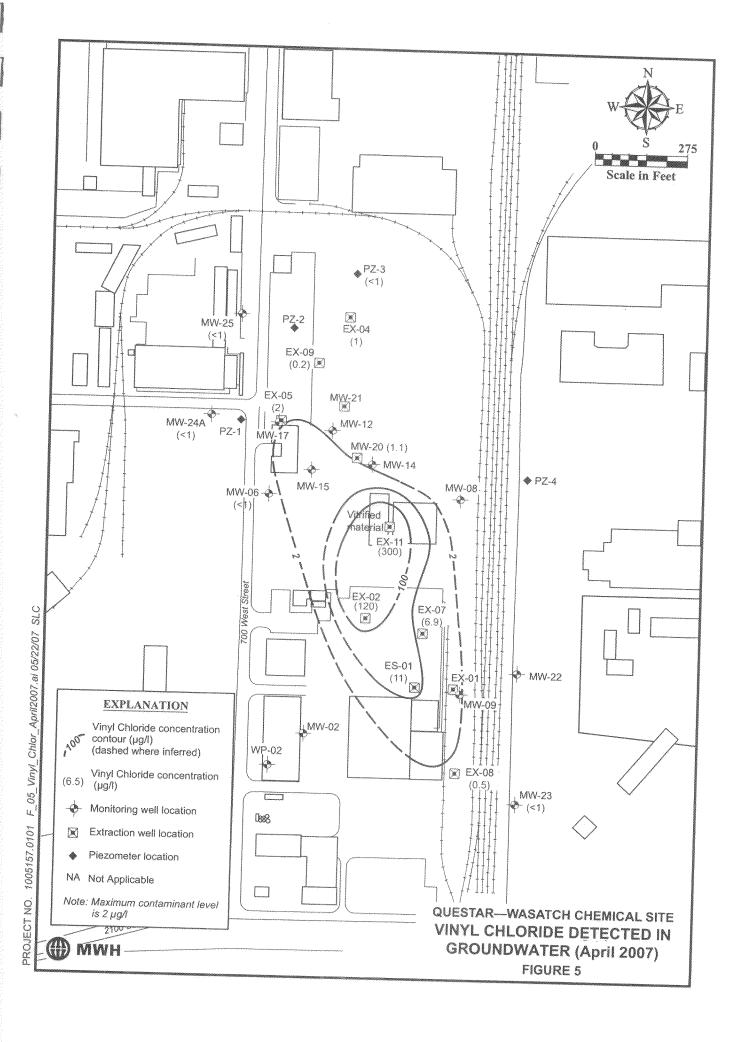


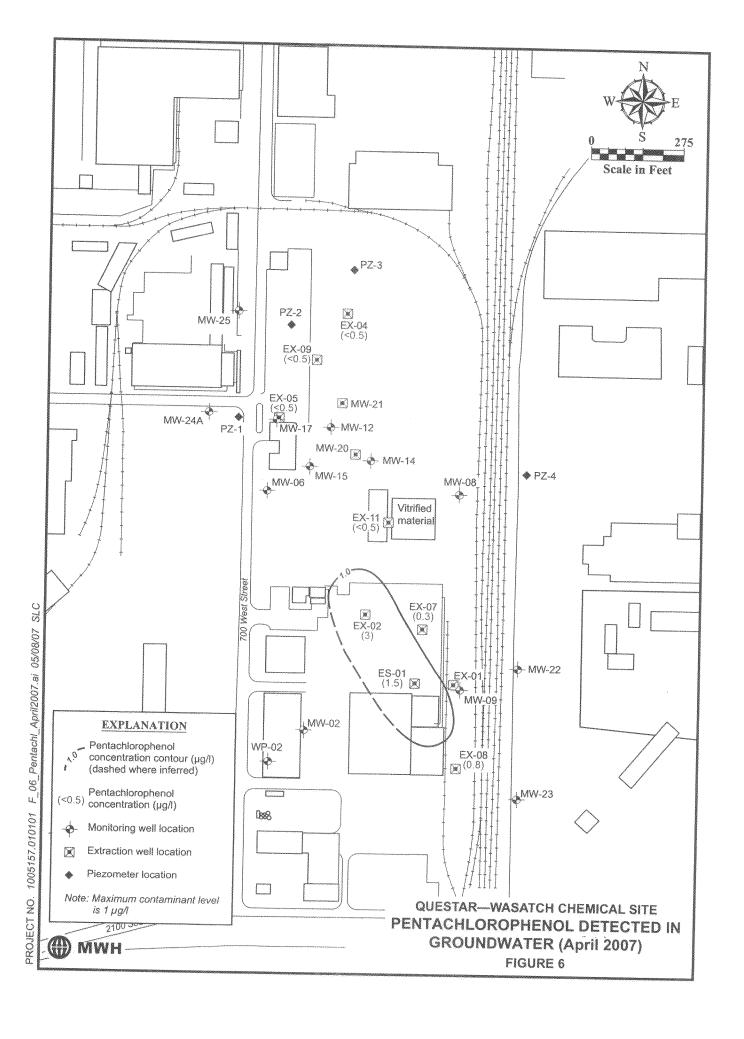














WHEN RECORDED, RETURN TO:

Hal J. Pos Parsons Behle & Latimer 201 South Main Street, Suite 1800 P.O. Box 45898 Salt Lake City, Utah 84145-0898 6659923
06/03/97 4:09 PM 27.00
HANCY WORKMAN
RECORDER, SALT LAKE COUNTY, UTAH
PAROSN BEHLE & LATIMER
PO BOX 45898
SLC UT 84145
REC BY:L NISH , DEPUTY - WI

LIST AND DESCRIPTION OF INSTITUTIONAL CONTROLS

This List and Description of Institutional Controls is executed by Entrada Industries, Inc., the Owner Settling Defendant under the Consent Decree entered by the United States District Court for the District of Utah, Central Division, in the matter of Utah Department of Health v. Peter Ng. et al., Civil Action No. 86-C-0023G and United States of America v. Entrada Industries, Inc., et al., Civil Action No. 91-C-1194S (consolidated with Utah Department of Health) (the "Consent Decree") and is made with respect to the real property referred to as the Wasatch Chemical Superfund Site, located at 1987 South 700 West, Salt Lake City, Salt Lake County, Utah, as depicted more particularly on the map attached hereto as Exhibit "A" and incorporated herein by this reference (the "Site"), and includes certain real property more particularly described on Exhibit "B" attached hereto incorporated herein by this reference.

In accordance with Paragraph 11.b. of the Consent Decree, Entrada Industries, Inc. is required to prepare and record with the Salt Lake County Recorder's Office, within fifteen (15) days of approval by the United States Environmental Protection Agency ("EPA") of Institutional Controls, this list and description of Institutional Controls to be implemented, administered, and maintained by Entrada Industries ("proprietary Institutional Controls") and this list and description of Institutional Controls relating to ground water which the State of Utah has sole authority to implement, administer, and maintain ("governmental Institutional Controls").

Entrada Industries, Inc., and its successors-in-title (collectively "Entrada Industries"), shall fully implement, administer, and maintain on behalf of all Settling Defendants (Entrada Industries, Inc., Mountain Fuel Supply Company and Questar Corporation) to the Consent Decree all "proprietary Institutional Controls" for the Site required under the Consent Decree. The following proprietary and governmental Institutional Controls have been established for the Site. All Institutional Controls shall be enforced through the Consent Decree.

A more complete description of the Institution Controls for the Site can be found in Appendix A of the Final Design Report for Soil and Appendix A of the Final Design Report for Groundwater, dated September 1996.

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- 1. Entrada Industries shall maintain the existing fence and associated warning signs surrounding the Site perimeter to restrict access to the Site. The existing six-foot-high, galvanized, chain-link fence contains three strands of barbed wire strung along the top of the fence. Metal warning signs are posted along the fence that read "Keep Out" and "No Trespassing." To maintain these restrictions, Entrada Industries shall conduct monthly inspections at the Site to assure that the fence and warning signs are in good condition. These Institutional Controls shall remain in effect until EPA certifies completion of the Remedial Action for Soils, Sludges, and Dioxin Removal Wastes, and also certifies completion of the Remedial Action for Ground Water, pursuant to paragraph 53 of the Consent Decree.
- 2. Settling Defendants agree that the United States, the State of Utah and their respective representatives, including EPA and its contractors, shall have access at all times to the Site and any other property to which access is required for the implementation of the Consent Decree, to the extent access to the property is controlled by the Settling Defendants, for the purposes of conducting any activity related to the Consent Decree. To the extent that the Site or any other property to which access is required for implementation of the Consent Decree is owned or controlled by persons other than the Settling Defendants, the Settling Defendants shall use best efforts to secure from such persons access for the Settling Defendants, as well as for the United States, the State of Utah, and their representatives, including EPA and its contractors, as necessary to effectuate the Consent Decree.
- 3. EPA and the Utah Department of Environmental Quality ("UDEQ") have determined that Institutional Controls are necessary to prevent residential use of the property within the Site in the future and to notify any future owners of the property included within the Site of its status as a Superfund Site. These objectives shall be accomplished as follows:
- a. Inclusion of a notice in each deed, title, or other instrument conveying an interest in the property included within the Site stating that the property is subject to the within the Site stating that the property is subject to the Consent Decree in United States of America v. Entrada Industries. Consent Decree in United States of America v. Entrada Industries. Inc., et al., Civil Action No. 91-C-1194S and Utah Department of Health v. Peter Ng. et al., Civil Action No. 86-C-0023G, and any lien retained by the United States. The notice shall reference the recorded location of the Consent Decree (Book 6539, Page 2706).

c. Inclusion in each deed, title or instrument conveying an interest in the property included within the Site cwned by the Settling Defendants and any other persons, and any person to whom they transfer that property, of a covenant prohibiting residential use of that property.

To meet these objectives with respect to property included within the Site owned by third parties, the Settling Defendants shall sign letter agreements, which need not be recorded, with the other owners of property included within the Site, namely, Alta Industries, Ltd. and Southern Pacific Lines, assuring that those property owners shall implement the Institutional Controls identified in paragraph 3. These notice requirements in paragraph 3 shall remain in effect in perpetuity.

- 4. Settling Defendants shall provide at least 30-days notice to EPA and UDEQ prior to demolition of Buildings A, B, C, F, G, H, I, J, K, M, N, or O, and prior to removal of the foundation floors of those buildings at the Site. This notice requirement shall remain in effect in perpetuity.
- 5. In accordance with paragraph 11.a of the Consent Decree, Entrada Industries, Inc. recorded a certified copy of the Consent Decree with the Salt Lake County Recorder's Office within 15 days after entry of the Consent Decree (Book 6539 Page 2706). Entrada Industries, Inc. also prepared and recorded with the Salt Lake Recorder's Office a notice stating that each subsequent deed title or other instrument of conveyance for property included within the Site shall contain a notice stating that the property is subject to the Consent Decree and any lien retained by the 2000.3

United States and shall reference the recorded location of the Consent Decree and any restrictions applicable to the property under the Consent Decree (Book 6539, Page 2827). This notice requirement shall remain in effect in perpetuity.

- Decree, Entrada Industries, Inc. and any successors-in-title to the property included within the Site shall, at least 30 days of the Consent Decree to the grantee and written notice to EPA and UDEQ of the proposed conveyance, including the name and address of the grantee, and the date on which notice of the Consent Decree was given to the grantee. In the event of any such conveyance, the Settling Defendants' obligations under the Consent Decree shall continue to be met by the Settling Defendants. In addition, of the Work. In no event shall the conveyance of an interest in property that includes, or is a portion of, the Site release or otherwise affect the obligation of the Settling Defendants to comply with the Consent Decree. This notice requirement shall remain in effect in perpetuity.
- 7. Neither Entrada Industries nor the Settling Defendants shall seek a change to the local zoning master plan or to rezone the property included within the Site to allow residential use thereof.

- within the Site in the future, and to notify any future owners of the property included within the Site of its status as a Superfund Site, the Settling Defendants shall, upon approval by EPA of the final Institutional Controls for the Site, use their best efforts to obtain inclusion of a notice in the local zoning master plan or like plan governing land use of the property included within the residential use of that property. In addition, Settling Defendants have advised Salt Lake City Corporation and it has plan or like plan that EPA and UDEQ shall be directly notified by in zoning or land use concerning the property included within the
- 9. If Entrada Industries is advised by either Salt Lake City Corporation or the Salt Lake City Planning Department of any proposed change in zoning or land use concerning the property included within the Site, Entrada Industries shall advise EPA and UDEQ of such proposal as soon as practicable after learning of

such proposal.

299703

Governmental Institutional Controls

- 10. UDEQ shall request that the State Engineer (and his successor(s)) designate the Site as a restricted area under the Salt Lake Valley Ground Water Management Plan, and deny all requests for development of water rights and granting of well permits within that area. In addition, UDEQ shall request that the State Engineer (and his successor(s)) notify UDEQ within one week after receipt of all such requests. UDEQ shall monitor the processing of all such requests to ensure that the objectives described in paragraph 10 are met.
- To support designation of the Site as a restricted area under the Salt Lake Valley Ground Water Management Plan, Entrada Industries shall submit to the State Engineer a copy of the Final Remedial Investigation Report, dated March 30, 1990, the Final Additional Studies and Design Basis Report, dated December 24, 1992, the Final Design Report for Soils Remediation, dated July 1993, and the Final Design Report for Ground Remediation, dated June 13, 1994. Entrada Industries shall also provide to the State Engineer copies of quarterly ground water monitoring results prepared in connection with ground water remediation at the Site.

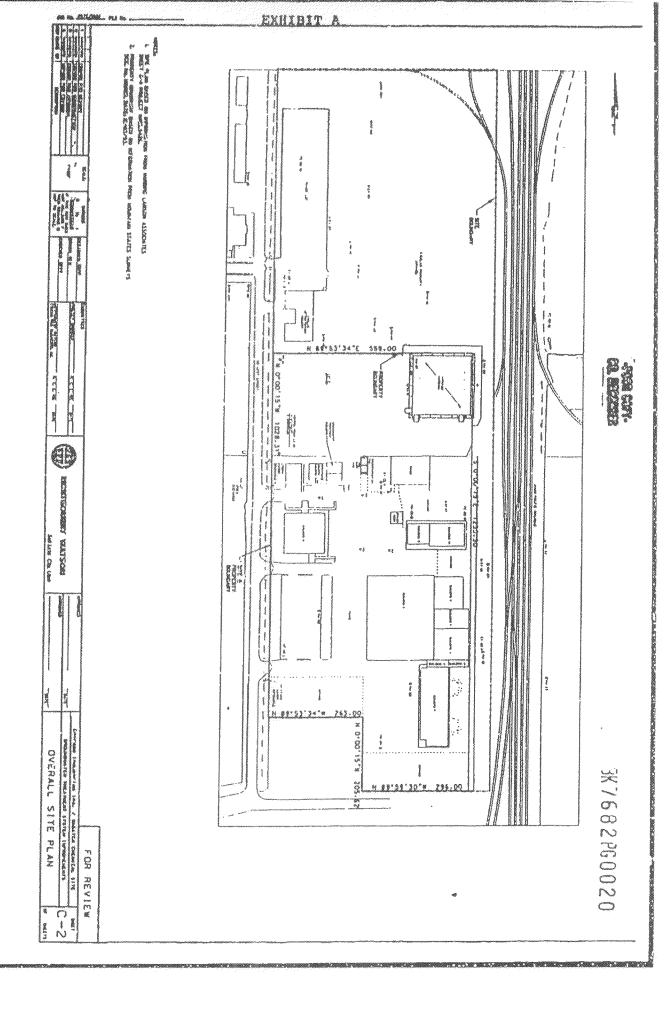
DATED this 2d day of May, 1997.

OWNER SETTLING DEFENDANT

ENTRADA INDUSTRIES, INC.

By Clyde m Heiner FI for

NOTARY PUBLIC Deborah Torgerson 180 fast First S. Selt Lake Chy, Utah 84111 My Cammission Explose Japisenber 24, 2000 STATE OF UTAH



The following described real property located in Section 23, Township 1 South, Range 1 West, Salt Lake Base and Meridian:

- Beginning North 00°00/15" West 1.33 feet from the Southwest corner of Lot 6, Block 1, Five Acre Plat B, Big Field Survey; . North 00*00'15" West 285.77 feet; South . 89°53'34" East 384 faet; South 175 feet; East . 175 feet; South 00°00'15" East 110.77 feet; North 89.53'34" West 559 feet to the point of beginning. VTDI/15-13-351-007-0000.
- Beginning 200 feet West from the Northeast corner of Lot 6, Block 1, Five Acre Plat B, Big Field Survey; West 175 feet; - South 175 feet; East 175 feet; North 175 feet to the point of beginning. VTDI; 15-13-351-006-0000.
- Beginning at the Southwest corner 3. of Lot 6, Block 1, Five Acre Plat B, Big Field Survey; North 00°00'15" West 1.33 feet; 89°53'34" East 559 feat; South 00.00'15" East 1.33 feet; North 89.53'34" West 559 feet to the point of beginning. VYDI .15-13-351-606-0000.
- 4. J West 559 feet of Lots 4 & 5, Block 1, Five Acre Plat B, Big Field Survey. VTDI-J 15-13-351-003-0000.
- Commencing at the Northwest corner of Lot 3, Block 1, Five Acre Plat B, Big . Field Survey; South 89.53/34" East 559 feet; - South 00°00'15" East 372.2 feet; North 3 89°58'30" West 296 feet; North 00°00'15" West . 205.62 feet; North 89°53'34" West 263 feet; A North 00°00'15" Kast 167 feet to the point of ty beginning. VTDI/15-13-351-004-0000.

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WHEN RECORDED, MAIL TO: Interstate Land Corporation P.O. Box 45433 Salt Lake City, UT 84145-0433 6621633
04/16/97 4:35 PM 23-00
HANCY WORKMAN
RECORDER, SALT LAKE COUNTY, UTAH
INTERSTATE LAND CORP
PO BOX 45433
SLC UT 84145-0433
REC BY:J NORGAN , DEPUTY - WI

SPECIAL WARRANTY DEED

- 1. Entrada Industries, Inc., Grantor, a corporation organized and existing under the laws of the State of Utah, with its principal office at 180 East 100 South, P.O. Box 45433, Salt Lake City, Salt Lake County, State of Utah, hereby conveys and warrants against all claiming by, through, or under it to Interstate Land Corporation, Grantee, of Salt Lake County, State of Utah, for the sum of Ten Dollars and other good and valuable consideration, a tract of land located in Section 23, Township 1 South, Range 1 West, Salt Lake Base and Meridian, Salt Lake County, State of Utah (the Property which is more particularly described as follows):
- (a) Beginning North 00°00′15" West 1.33 feet from the Southwest corner of Lot 6, Block 1, Five Acre Plat B, Big Field Survey; North 00°00′15" West 285.77 feet; South 89°53′34" East 384 feet; South 175 feet; East 175 feet; South 00°00′15" East 110.77 feet; North 89°53′34" West 559 feet to the point of beginning. VTDI-15-13-351-007-0000.
- (b) Beginning 200 feet West from the Northeast corner of Lot 6, Block 1, Five Acre Plat B, Big Field Survey; West 175 feet; South 175 feet; East 175 feet; North 175 feet to the point of beginning. VTDI-15-13-351-006-0000.
- (c) Beginning at the Southwest corner of Lot 6, Block 1, Five Acre Plat B, Big Field Survey; North 00°00'15" West 1.33 feet; South 89°53'34" East 559 feet; South 00°00'15" East 1.33 feet; North 89°53'34" West 559 feet to the point of beginning. VTDI-15-13-351-008-0000.
- (d) West 559 feet of Lots 4 and 5, Block 1, Five Acre Plat B, Big Field Survey. VTDI-15-13-351-003-0000.
- (e) Commencing at the Northwest corner of Lot 3, Block 1, Five Acre Plat B, Big Field Survey; South 89°53'34" East 559 feet; South 00°00'15" East 372.2 feet; North 89°58'30" West 296 feet; North 00°00'15" West 205.62 feet; North 89°53'34" West 263 feet; North 00°00'15" West 167 feet to the point of beginning. VTDI-15-13-351-004-0000.
- 2. Grantee acknowledges that the Property is also subject to that certain Consent Decree entered into by the United States District Court for the District of Utah, Central Division, in the matters of Utah Department of Health v. Peter Ng, et al., Civil Action No. 86-C-0023G, and United States of America v. Entrada Industries, Inc., et al., Civil Action No. 91-C-1194S (consolidated with Utah Department of Health) (the Consent Decree), and any lien retained by the United States of America. The Notice of Consent

Decree and a certified copy of the Consent Decree have been recorded with the Salt Lake County Recorder's Office at Book 6539, Page 2706.

- 3. In accordance with the Notice of Obligations executed by Grantor under the Consent Decree and recorded with the Salt Lake County Recorder's Office at Book 6539, Page 2827, Grantee as the Successor-in-Title to Grantor is subject to the following obligations:
- 4. Each deed, title, or other instrument of conveyance of a portion of property included in the described Property shall contain a notice stating that such property is subject to the Consent Decree and any lien retained by the United States of America and shall reference the record location of the Consent Decree and any restrictions applicable to such property under the Consent Decree;
- 5. As Successor-in-Title, Grantee shall comply with the provision of access to the Property under Section XII (Access) and the implementation, administration, and maintenance of Institutional Controls under Section X (Institutional Controls) of the Consent Degree; and
- 6. Within 15 days of approval by EPA of Institutional Controls pursuant to the Consent Decree and the Scope of Work, Grantee, as Successor-in-Title, shall record with the Salt Lake County Recorder's Office a list and description of Institutional Controls to be implemented, administered, and maintained by Grantee and, if appropriate, a list and description of Institutional Controls relating to groundwater which the State of Utah has sole authority to implement, administer, and maintain.
- 7. The officers who sign this deed hereby certify that this deed and the transfer represented thereby were duly authorized under a resolution duly adopted by the board of directors of the Grantor at a lawful meeting duly held and attended by a quorum.

In witness whereof, the Grantor has caused its corporate name and seal to be hereunto affixed by its duly authorized officers this 16th day of APAIL 1997.

ENTRADA INDUSTRIES, INC.

Attest:

R. D. Cash, President & CEO

state of Otan
: ss.
County of Salt Lake)
On the <u>left</u> day of <u>left</u> , 1997, personally appeared before me R. D. Cash and Connie C. Holbrook, who being by me duly sworn did say, each for himself, that he, R. D. Cash, is the President & CEO, and she, Connie C. Holbrook, is the Secretary of Entrada Industries, Inc., and that the foregoing deed was signed in behalf of the corporation by authority of a resolution of its board of directors, and R. D. Cash and Connie C. Holbrook each duly acknowledged to me that the corporation executed the deed and that the seal affixed is the seal of the corporation.
L96-002\WARRANTY.K L96-002\WARRANTY.K
NOTARY PUBLIC
L96-002\WARRANTY.K

ENTRADA INDUSTRIES, INC.

CERTIFICATE OF SECRETARY

I, Connie C. Holbrook, do hereby certify that I am the Secretary of Entrada Industries, Inc., a Utah corporation (the "Company"), and that the following is a true and complete copy of a resolution of the Board of Directors of the Company that was duly adopted at a meeting thereof, duly held on May 21, 1996, at which a quorum was present and acting throughout, and that such resolution has not been modified, amended, or rescinded and is in full force and effect on the date hereof.

WHEREAS, the Company owns some net assets that are generally related to its concerning of the Wasatch Chemical real property and associated fixtures located at 1987 South 700 West in Salt Lake City, Utah; and

WHEREAS, the Company's officers are recommending that the Company's assets generally be limited to capital stock issued by its subsidiaries and that the Company's net Wasatch Chemical assets be sold to Interstate Land Corporation (Interstate Land), an affiliated entity that has expertise in real estate management; and

WHEREAS, the Company's Board of Directors has reviewed the terms of the draft sale agreement dated June 1, 1996 (Sale and Purchase Agreement), which specifies that the assets shall be sold at book value.

NOW, THEREFORE, BE IT RESOLVED, that the Company be and hereby a authorized to sell its net Wasatch Chemical assets to Interstate Land for book value; and

BE IT FURTHER RESOLVED, that R. D. Cash, G. L. Nordloh, C. M. Heiner, or S. E. Parks be and each of them hereby is authorized and empowered, in the name and on behalf of the Company, to execute and deliver the Sale and Purchase Agreement, which contains the terms reviewed by the Company's Board of Directors and with such changes as the officer executing the Sale and Purchase Agreement, by execution, shall approve; and

BE IN FINALLY RESOLVED, that R. D. Cash, G. L. Nordloh, C. M. Heiner, or S. E. Parks be and each of them hereby is authorized and empowered, in the name and on behalf of the Company, to execute and deliver any other documents required to accomplish the transaction between the parties.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the Company this 12th day of June, 1996.



Secretary